



Executive Board Meeting Minutes
January 8-9, 2023

I. Call to Order and Roll Call - Charlene Cariou, MHS Chair

Ms. Cariou welcomed everyone and a quorum was established.

Present

Amy Lee, MD, MPH, MBA, CPH

Apryl Brown, MD, MPH

Benjamin H. Hernandez, MBA

Brittany Marshall, DrPH

Bryan O. Buckley, DrPH, MPH

Charlene Cariou, MHS

Chris Chanyasulkit, PhD, MPH

Claude A. Jacob, MPH

David Reyes, DNP, RN, MN/MPH

E. Oscar Alleyne, DrPH, MPH

Ella Green-Moton

Georges C. Benjamin, MD

Gopal Sankaran, MD, DrPH

Kaye Bender, PhD, RN, FAAN

Kusuma K. Schofield MEd, MPH

Lauren Ray, MPH

Melissa (Moose) Alperin, EdD, MPH

M. Aaron Guest, PhD, MPH, MSW

Nandi A. Marshall, DrPH, MPH

Sarah Gareau, DrPH, MEd

Sandy-Asari Hogan, DrPH, MPH

Sarah A. Rines

Shirley A. Orr, MHS < APRN, NEA-BC

Shontelle Dixon, MPH, CHES

Sunday, Jan. 8, 2023

II. Administrative Affairs - Charlene Cariou, MHS, Chair

- A. Approve the meeting agenda.
- B. Approve the consent agenda items:
 - 1. November Executive Board Meeting Minutes
 - 2. New Agency Members
 - 3. Approval of the Governing Council Seat Allocation

Motion: To approve the meeting and consent agenda items.

Outcome: The November meeting minutes were removed from the consent agenda to be approved on Monday. The rest of the meeting agenda and consent agenda was approved by acclamation.

III. Discussion

A. Executive Board Governance & Fiduciary Responsibilities - Georges C. Benjamin, MD, Executive Director

Dr. Benjamin provided the Executive Board with an overview of their fiduciary responsibilities under Massachusetts state law where APHA is incorporated. Board members are subject to three fiduciary duties: duty of care, loyalty, and mission. Under these duties, board members should review all board materials with specific attention to financial documents, stay informed on the organization's bylaws and policies, vote and attend all meetings to the best of their abilities. Board members should treat all information with confidentiality while putting the interests of APHA first and are obliged to disclose any conflict of interest. He noted that board members are not the spokespersons of the Association and should exercise caution when speaking on behalf of the organization. Only an officially appointed staff/spokesperson of APHA should discuss matters with the public/media.

B. Executive Board Business - Charlene Cariou, MHS, Chair

Ms. Cariou briefly reshared the five 2023 board goals that were discussed in detail at the November 9, 2022 board meeting. They are: 1) Board Member training, 2) Strategic plan development, 3) Innovative financial stewardship 4) Connected and visionary Board Members 5) Strengthen governance communication.

C. APHA President's Update - Chris Chanyasulkit, PhD, APHA President

Dr. Chanyasulkit discussed her activities since November 2022 which included: visiting in-person state Idaho Affiliate, and a virtual meeting with the Hawaii Affiliate. Coming up, she will be visiting Alaska, Arizona, South Carolina, Georgia and North Dakota in the coming months. Since being elected, she also participated in the distinguished mentoring series, had partnership meetings with the National Library of Medicine and National Board of Public Health Examiners, and was interviewed on the Power of Democracy Podcast. Her call

to action for everyone during her APHA presidency is to ‘play, read, and vote - for health!’ Read her first President’s Column in [The Nation’s Health January 2023](#) edition.

D. Association Update - Georges C. Benjamin, MD, Executive Director

Dr. Benjamin began by sharing post 2022 Annual Meeting survey results. The meeting was a success with 11,893 attendees and about 80% believed the meeting met or exceeded their expectations. APHA has already started planning for another in-person 2023 Annual Meeting in Atlanta. He then discussed membership dues increase which will be included in the proposed 2024 budget for all member units including the Affiliates as approved by the Governing Council at the 2022 Annual Meeting.

He then discussed the board’s Ad Hoc Committee’s two recommendations which were to strengthen the conflict of interest form and updating the advertising policy language in regards to affiliation to the Alcohol, Tobacco and Other Drugs entities. After a brief discussion, the board voted (Dr. Marshall abstained from voting) on the following:

Motion:

- 1. Add the following language to the abstract submission conflict of interest form to help weed out abstracts prior to review.**

“Are you employed, associated or affiliated with a tobacco or non-therapeutic nicotine company or a subsidiaries, representatives, producers, wholesalers, retailers, associations, foundations, or trade organizations or received funding from a tobacco company to conduct this research?”

- *Yes*
- *No*
- *If yes, please explain*

- 2. Add the following language in the final paragraph of the advertising policy:**
APHA rejects any advertisement or exhibit from tobacco companies (as defined below), firearms, alcohol and illicit or non-therapeutic drugs. A “tobacco company” is defined as any company, including subsidiaries and parent companies, that manufactures, distributes, or sells products containing tobacco or non-therapeutic nicotine.

Outcome: Approved by majority.

The Association will also deny agency membership to entities funded in whole or in part by a tobacco company or industry. Dr. Benjamin concluded his presentation by giving an overview of APHA’s crisis communication approach. The board had a brief discussion on how the Association communicates with its Affiliates.

E. Committee Breakout Session I

The Strategic Planning and Development Committees met to work on their committee agendas and work plans.

F. Strategic Planning Discussion - Davidoff Strategies

The Davidoff team began by providing the board with an overview of the process starting with the discovery phase to the development, approval and finally to the implementation phase of the new strategic plan. The team then dove into SWOT style focus group questions with the board and had a robust discussion around this topic.

Monday, Jan. 9, 2023

G. Committee Breakout Session II

The Committee on Social Responsibility, Personnel and Finance and Audit Committees met to work on their committee agendas and work plans.

H. Administrative Affairs - Charlene Cariou, MHS, Chair

Motion: Approve November 2022 Executive Board meeting minutes

Outcome: Approved by acclamation

I. Governing Council News and Ad Hoc Committee Report - M. Aaron Guest, PhD, Governing Council Speaker

Dr. Guest shared the 2023 Governing Council events and meeting schedules and provided an overview of the 2022 Governing Council Annual Meeting survey results. He then highlighted the four recommendations, timeline and next steps that came out of the Speakers Ad Hoc Task Force on Governing Council engagements. The board had a robust discussion with the Speaker on the four recommendations around naming and the size of the Governing Council body, role of adopted policy statements on the local and state level, and opportunities to incentivize Council participation.

J. Overview and Discussion of APHA's 2022 Advocacy Priorities - Don Hoppert, APHA Director of Gov't Relations

Mr. Hoppert provided a brief overview of APHA's current advocacy priorities for the 118th Congress and the Biden Administration. These advocacy priorities are similar to 2021 and 2022 priorities except addition of reauthorizing child nutrition and farm bills and supporting access to all reproductive health services for the 2023 priorities.

He discussed how APHA is advocating for these policies and their funding and how the board can get involved through action alerts. A detailed report on [APHA's current advocacy priorities](#) can be found online.

K. Committee on Health Equity Survey Report - Patricia Canessa, PhD, Outgoing Committee Chair and Wei-Chen Lee, PhD, Current Committee Chair

Dr. Canessa gave an overview of the mission, objectives and contributions of the Committee on Health Equity at APHA. She then presented the committee's survey process and its results as well as next steps recommendations.

L. West Virginia Affiliate Update - Georges C. Benjamin, MD & Lindsey Wahowiak, Affiliate Affairs Director

The West Virginia Affiliate notified APHA officially that they voted in December 2022 to disaffiliate from APHA, and amended their bylaws, removing the requirement of being an Affiliate and having a delegate to APHA. It was noted that they have not paid APHA dues for several years due to their declining membership. APHA tried to offer assistance in terms of inviting them to connect with other APHA small Affiliate work groups but unfortunately the West Virginia Affiliate have not been responsive. The board had a thoughtful discussion around this topic and moved to approve the following motion:

Motion: To approve West Virginia Disaffiliating from APHA

Outcome: Approved by acclamation

M. Understanding APHA's Financial Profile - Kemi Oluwafemi, CPA, Chief Financial Officer

APHA uses a zero-based budgeting system in which all expenses are justified and approved for each period. Ms. Oluwafemi emphasized that APHA budgets expenses and revenues conservatively (on the lower side for revenue and higher side for expenses) and accounts for any unexpected expenses while ensuring some amount is put aside for reserves every month. APHA uses an accrual method to keep financial reports in balance, recognizing expenses when committed, not when paid.

For the fiscal year July 1, 2022 to June 30, 2023, major sources of APHA funding comes from membership (16%), conventions/Annual Meeting (39%), publications (17%), government and contracts (25%) and from other various sources (3%). Ms. Oluwafemi noted that APHA balances its budget sheet every month by maintaining its main funds: operations (unrestricted), Section enrichment funds, awards, (temporarily restricted) and endowments (permanently restricted). The organization also balances its budget sheet with monthly summary financial analyses and goes through its statement of income activities. APHA finances are audited annually as required by the federal government. The upcoming 2024 fiscal year (July 1, 2023 to June 30, 2024), the budget process has begun and will be presented to the Executive Board for approval during the May 2023 board meeting.

N. Treasurer's Report - Benjamin Hernandez, MBA, APHA Treasurer

As of the end of November, 30 2022, APHA ended the month with \$3,210,525 income from operations including investment appreciation. There was a shortfall of revenue from advertising, subscriptions, interest, and miscellaneous other items while membership, books, convention, contracts and grants exceeded their projected revenue. Overall, revenues are over expectation by \$1,850,775 and expenses are less than expected by \$433,788 which resulted in a net gain of \$3,210,525 with investment income and appreciation when compared



to budget. It is anticipated, additional expenses and revenue for the Annual Meeting and other activities areas are forthcoming.

O. Committee Reports - Committee Chairs

The chair of each committee (Strategic Planning, Development, Committee on Social Responsibility, Governance, and Personnel) gave a presentation on each of their 2023 work plans. The committees may present items for approval and provide updates on their on-going work as needed during each Executive Board meeting.

Meeting Adjourned at 5 p.m. ET

The next meeting of the Executive Board will take place from March 13, 2023 via Zoom